

Thacher Proffitt

Thacher Proffitt & Wood LLP

REMITTANCE COPY

Deutsche Bank Securities, Inc.
60 Wall Street
New York, NY 10005

Attn: Jay Strauss Esq.

Invoice Number **54913**

PLEASE REMIT PAYMENT BY WIRE TO:

Citibank, N.A.
(ABA No. 021000089)
For the Account of:
Thacher Proffitt & Wood LLP
Account No. 37562867
Reference: RFH 17988-00643

July 9, 2007

FEDERAL ID NO. 13-5612353

	<p>FOR PROFESSIONAL SERVICES rendered and disbursements posted through May 31, 2007 with respect to Mortgage Corp America/Zone Funding, our services including:</p> <p style="text-align: right;">Total Fees</p> <p style="text-align: right;">Total Disbursements</p> <p style="text-align: right;">TOTAL AMOUNT DUE</p> <p>RFH 17988-00643</p>		<p style="text-align: right;">\$ 7,469.50</p> <p style="text-align: right;">\$ <u>417.30</u></p> <p style="text-align: right;">\$ <u>7,886.80</u></p>
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FOR PROFESSIONAL SERVICES rendered and disbursements posted through May 31, 2007 with respect to Mortgage Corp America/Zone Funding, our services including:			
<u>Date</u>	<u>Services</u>	<u>Atty.</u>	<u>Hours</u>
03/02/07	Office conference with JPD regarding case and research; research jurisdictional requirements; e-mails with KFC regarding same.	LAH	0.3
03/13/07	Meet with team; email to client; work on complaint and jurisdictional issues; meet with RFH.	JPD	0.2
03/13/07	Office conference with JPD, KFC, BEZ and MHM regarding matter; circulate and review documents provided by client; review sample complaint; office conference with BEZ regarding sample complaint.	JSK	0.1
03/13/07	Telephone conference with JPD, BEZ, JSK and MHM regarding strategy for upcoming litigations; drafted email for JPD regarding additional information needed for pleadings.	KFC	1.3
03/13/07	Meeting with JPD, JSK, BEZ and KFC; review of preliminary documents.	MHM	1.3
03/14/07	Review transaction documents and demand letters received from client.	BEZ	0.2
03/15/07	Continue reviewing documents; begin drafting demand letter.	BEZ	0.1
03/19/07	Review transaction documents.	BEZ	0.2
03/21/07	Continue review of transaction documents.	BEZ	2.9
03/21/07	Document request	SS	0.1
03/22/07	Work on draft Complaint; review transaction documents.	BEZ	0.4

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03/22/07	Review of documents from Deutsche Bank including Volume 1 of Seller's Guide and applicable repurchase sections; telephone conference with BEZ regarding repurchase obligations and loan types; review of repurchase demands sent by Deutsche Bank; review of draft complaint for bulk sellers	KFC	0.2	
03/26/07	Draft model Complaint for correspondent lenders; review documents relating to same.	BEZ	0.4	
03/26/07	Meet with BEZ; outline open issues.	JPD	0.4	
03/27/07	Office conference with JPD regarding outstanding documents needed from client; prepare email to Mr. Paolini regarding same.	BEZ	0.1	
03/28/07	Draft outline of documents we have and need; prepare for and attend conference call with client; draft email to Mr. Lopena regarding same.	BEZ	0.3	
03/28/07	Review of outline for conference call regarding issues and outstanding documents; revised same; emails with BEZ regarding same; conference call with RFH, JPD, BEZ and Jay Strauss, Steve Paolini and Robert Lopena; office conference with BEZ, JPD, RFH regarding repurchase demands.	KFC	0.1	
03/30/07	Email from Mr. Lopena regarding documents; emails with DG regarding same; emails with KFC regarding same; email to KFC and JSK regarding status.	BEZ	0.1	
04/03/07	Review commitment letters; review status of case and BEZ emails; conference with JSK.	MHM	0.4	
04/04/07	Team emails regarding materials received to date; draft chart detailing what materials received for each lender; office and phone conferences with MHM, BEZ and JNN regarding same.	JSK	0.2	
04/05/07	Telephone conference with JPD regarding status of information gathering for repurchase demands and complaint; drafted email to Robert Lopena regarding same.	KFC	0.1	
04/09/07	Office conference with JPD and KFC regarding status and outstanding documents; draft email to Mr. Lopena; revise demand letters.	BEZ	0.2	
04/09/07	Telephone conference with JPD and BEZ regarding status of litigations for all lenders; reviewed all repurchase schedules; reviewed seller loan purchase agreements regarding demand requirements;	KFC	0.2	
04/10/07	Review Commitment letters for notice provisions.	BEZ	0.2	
04/11/07	Telephone conference with JPD and BEZ regarding demand letters for various sellers and other matters; review of additional commitment letters and schedules; review of repurchase schedules; email to Bob Lopena regarding same; email to Kelli Stenstrom regarding amendments to Seller Guide.	KFC	0.1	
04/12/07	Reviewed all amendments to Volume 1 of Seller Guide; reviewed purchase dates for all loans; office conferences with JPD and BEZ	KFC	0.2	

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	regarding demands and complaints.			
04/18/07	Work to obtain and review seller's files; emails with Deutsche Bank; meet with TPW team.	JPD	0.1	
04/19/07	Work to obtain and review seller's files; emails with Deutsche Bank; meet with TPW team.	JPD	0.2	
04/20/07	Work to obtain and review agreements and loan files; meet with BEZ, KFC and JSK.	JPD	0.2	
04/20/07	Draft demand letters and complaints	JSK	0.5	
04/23/07	Review loan files; update lender spreadsheet accordingly.	JNN	0.2	
04/23/07	Review documents; team meetings.	JPD	0.2	
04/23/07	Draft demand letter and complaint; team emails regarding same; emails with LD regarding states of incorporation; emails with JNN regarding updates to lender chart.	JSK	1.1	
04/24/07	Review the various commitment letters; fact investigation; create list related to paragraph 2C regarding same.	JNN	0.1	
04/24/07	Office conference with team; emails with KFC regarding revisions to demand letters; revise demand letters.	JSK	0.8	
04/24/07	Telephone conference with JPD regarding repurchase demand and draft complaint; reviewed and revised same; email to Jen Kozar regarding same.	KFC	1.0	
04/25/07	Work on letters; emails.	JPD	0.2	
04/25/07	Revise demand letters and complaints; emails and conferences with team regarding same.	JSK	0.9	
04/26/07	Finalize Demand Letter.	JNN	0.2	
04/26/07	Review and finalize demand letters; team emails regarding same; draft cover letter to JPD attaching same; calculate total demand amount; Revise commitment letters; emails to team attaching same; draft emails to and review emails from LD regarding status of incorporation; office conference with JPD and BEZ regarding complaint of demand letters.	JSK	0.5	
04/26/07	Work on repurchase demand and schedule.	KFC	0.4	
04/27/07	Research corporations; e-mails with MHM regarding the same.	LD	0.3	
04/30/07	Telephone conference with Mr. Strauss, Mr. Lopena and Mr. Paolini regarding cases; telephone conference with Mr. Paolini.	JPD	0.2	
05/01/07	Conferences with and emails to/from team.	JSK	0.1	
05/03/07	Finalize and serve demand letters; emails to client; emails with MHM.	JPD	0.3	
05/08/07	Review recently received lenders' documents; update Spreadsheet	JNN	0.4	

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	accordingly; work on list of commitment letters; review lenders' files; gather and organize documents in preparation of complaint.			
05/08/07	Telephone conference with Mr. Paolini, Mr. Lopena and Mr. Yan.	JPD	0.2	
05/10/07	Research; finalize Summons and Model Civil Cover Sheet; organize accordingly.	JNN	0.5	
05/22/07	Revise complaints; telephone conference with KFC; team emails; updated chart; emails with Mr. Lopena and Ms. Stenstrom.	JPD	0.2	
05/23/07	Revise complaints; emails and telephone conference with Ms. Stenstrom; emails with Mr. Lopena; review email notifications.	JPD	0.3	
05/24/07	Prepare Complaint for filing.	BEZ	0.4	
05/24/07	Oversee preparation of complaints; telephone conference with Ms. Stenstrom; emails with DBSP; meet with BEZ, JSK and MHM; revise complaints; emails with Mr. Lopena; telephone conference with Mr. Lopena; email to Mr. Commaroto.	JPD	0.4	
05/24/07	Add K. Stenstrom language to complaint and revise complaint for filing; assemble complaint and exhibits for filing.	JSK	0.3	
05/24/07	Final preparation in filing of complaint.	MHM	0.2	
05/25/07	Finalize Complaint; supervise filing of same.	BEZ	0.5	
05/25/07	Purchased index number, filed complaint and Rule 7.1 Statement and had Summons issued by clerk in SDNY.	JEW	0.3	
05/25/07	Oversee filing of complaint; meet with BEZ and JSK; telephone conference with Ms. Stenstrom; emails with DBSP.	JPD	0.5	
05/25/07	Prepare complaint for filing.	JSK	0.2	
05/29/07	Office conferences with MHM and JTH regarding service and filing issues.	BEZ	0.2	
05/29/07	Follow up regarding filing and service of complaints; emails with Ms. Stenstrom.	JPD	0.2	
05/30/07	Follow up regarding service of process and related issues; meet with BEZ; oversee CD to client; emails with Ms. Stenstrom; handle Bloomberg news issues with Ms. Stenstrom and Ted Meyer at Deutsche Bank; emails regarding the same.	JPD	0.2	
05/31/07	Follow up regarding filing and service; letter to Ms. Stenstrom.	JPD	0.1	
	Total Hours		22.9	
	Total Fees			\$ 7,469.50
	Disbursements Posted			
	Duplicating		7.70	
	Federal Express		18.03	

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	Local Transportation	41.57	
	Miscellaneous Filing Fee	<u>350.00</u>	
	Total Disbursements		\$ <u>417.30</u>
	TOTAL AMOUNT DUE		\$ <u>7,886.80</u>
	RFH 17988-00643		

Invoice Number: 54913

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<u>Attorney Summary</u>				
<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>	
Partner				
(JPD) Doherty, John P.	4.1	400.00		1,640.00
Associate				
(KFC) Cunningham, Kerry F.	3.6	350.00		1,260.00
(LAH) Herbert, Lisa A.	0.3	300.00		90.00
(JSK) Kozar, Jennifer S.	4.7	300.00		1,410.00
(MHM) Mulhearn, Mary H.	1.9	300.00		570.00
(BEZ) Zahner, Brendan E.	6.2	350.00		2,170.00
Legal Assistant				
(LD) Droubi, Luna	0.3	155.00		46.50
(JNN) Novikov-Carlcs, Jackeline N.	1.4	175.00		245.00
(SS) Sobhan, Siham	0.1	155.00		15.50
Administrative				
(JEW) Wilson, Jonathan E.	0.3	75.00		22.50
	<u>22.9</u>			
Total Fees			\$	7,469.50
Total Disbursements			\$	<u>417.30</u>
TOTAL AMOUNT DUE			\$	<u>7,886.80</u>
RFII				
17988-00643				

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Attn: Jay Strauss Esq.

PLEASE REMIT PAYMENT BY WIRE TO:

Citibank, N.A.
(ABA No. 021000089)
For the Account of:
Thacher Proffitt & Wood LLP
Account No. 37562867
Reference: RFH 17988-00643

Invoice Number 57619

July 24, 2007

FEDERAL ID NO. 13-5612353

	<p>FOR PROFESSIONAL SERVICES rendered and disbursements posted through June 30, 2007 with respect to Mortgage Corp America/Zone Funding, our services including:</p> <p style="text-align: right;">Total Fees</p> <p style="text-align: right;">Total Disbursements</p> <p style="text-align: right;">TOTAL AMOUNT DUE</p> <p>RFH 17988-00643</p>		<p style="text-align: right;">\$ 580.00</p> <p style="text-align: right;">\$ 314.23</p> <p style="text-align: right;">\$ 894.23</p>
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Reference: RF11 17988-00643

Invoice Number 57619

July 24, 2007

FEDERAL ID NO. 13-5612353

FOR PROFESSIONAL SERVICES rendered and			
disbursements posted through June 30, 2007 with respect to			
Mortgage Corp America/Zone Funding, our services including:			
<u>Date</u>	<u>Services</u>	<u>Atty.</u>	<u>Hours</u>
05/10/07	Team conferences; office conference with JNN regarding exhibits to complaints; review chart to determine if any relevant documents missing.	JSK	0.7
06/08/07	Meet with team; litigation issues; status email.	JPD	0.1
06/11/07	Status email; meet with BEZ and KFC; outline strategy; review court notices.	JPD	0.1
06/12/07	Emails with DBSP.	JPD	0.1
06/14/07	Review complaint; include claim damages amount to total sum.	JNN	0.1
06/14/07	Court status; status emails with DBSP.	JPD	0.1
06/18/07	Filed original Summons with Affidavit of Service in SDNY.	JEW	0.5
06/19/07	Office conference with JPD, KFC and JSK regarding status and handling.	BEZ	0.1
06/19/07	Meet with TPW team; status email.	JPD	0.1
06/19/07	Conference with JPD, BEZ, and JSK regarding strategy and status.	KFC	0.1
06/25/07	Status meeting; emails to DBSP regarding all matters.	JPD	0.1
06/26/07	Status email.	JPD	0.1
Total Hours			2.2

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	Total Fees		\$ 580.00
	Disbursements Posted		
	Local Transportation	275.00	
	Outside Duplicating	<u>39.23</u>	
	Total Disbursements		\$ <u>314.23</u>
	TOTAL AMOUNT DUE		\$ <u>894.23</u>
RFH 17988-00643			

Invoice Number: 57619

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<u>Attorney Summary</u>				
<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>	
Partner				
(JPD) Doherty, John P.	0.7	400.00		280.00
Associate				
(KFC) Cunningham, Kerry F.	0.1	350.00		35.00
(JSK) Kozar, Jennifer S.	0.7	250.00		175.00
(BEZ) Zahner, Brendan E.	0.1	350.00		35.00
Legal Assistant				
(JNN) Novikov-Carles, Jackeline N.	0.1	175.00		17.50
Administrative				
(JEW) Wilson, Jonathan E.	0.5	75.00		37.50
	<u>2.2</u>			
Total Fees			\$	580.00
Total Disbursements			\$	<u>314.23</u>
TOTAL AMOUNT DUE			\$	<u>894.23</u>
RFH				
17988-00643				

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Invoice Number 58896

August 28, 2007

FEDERAL ID NO. 13-5612353

	<p>FOR PROFESSIONAL SERVICES rendered and disbursements posted through July 31, 2007 with respect to Mortgage Corp America/Zone Funding, our services including:</p> <p style="text-align: right;">Total Fees</p> <p style="text-align: right;">Total Disbursements</p> <p style="text-align: right;">Total</p> <p style="text-align: right;">Outstanding Amount from Prior Bills</p> <p style="text-align: right;">TOTAL AMOUNT DUE</p> <p>RFH 17988-00643</p>		<p style="text-align: right;">\$ 1,942.50</p> <p style="text-align: right;">\$ <u>1.14</u></p> <p style="text-align: right;">\$ 1,943.64</p> <p style="text-align: right;">\$ <u>8,781.03</u></p> <p style="text-align: right;">\$ <u>10,724.67</u></p>
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August 28, 2007

FEDERAL ID NO. 13-5612353

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disbursements posted through July 31, 2007 with respect to			
Mortgage Corp America/Zone Funding, our services including:			
<u>Date</u>	<u>Services</u>	<u>Atty.</u>	<u>Hours</u>
07/02/07	Meet with team; status.	JPD	0.1
07/06/07	Default judgment motions.	JPD	0.1
07/11/07	Work on motions for default.	JPD	0.2
07/13/07	Prepare draft default judgment documents.	CAL	0.5
07/17/07	Work on default judgments.	JPD	0.2
07/18/07	Review case file; gather and organize documents accordingly.	JNN	0.3
07/19/07	Prepare letter to the Honorable Denise Cote enclosing filed complaint.	JNN	0.1
07/19/07	Status meeting.	JPD	0.1
07/20/07	Review pleadings; locate and gather the Notice of Initial Pretrial Conference; prepare letter enclosing same; serve accordingly; hand deliver courtesy copy of the filed complaint to the Honorable Denise Cote.	JNN	0.6
07/23/07	Prepare Affidavit of Service of the Notice of Initial Pretrial Conference; coordinate public notarization accordingly; arrange for docketing; work on file pleading log.	JNN	0.7
07/23/07	Prepare for conference; status.	JPD	0.2
07/24/07	Discovery issues.	JPD	0.1
07/25/07	Discuss default papers with JDF and AFW.	CAL	0.2

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07/25/07	Delivered by hand for Judge Cote to SDNY.	JEW	0.6	
07/25/07	Work on file pleading log; case file management.	JNN	0.2	
07/26/07	Work on default motion.	JPD	0.3	
07/30/07	Review/revise default judgment papers; discuss process with MM.	CAL	0.8	
07/30/07	Work on default motion.	JPD	0.3	
07/31/07	Review/revise default papers; address procedural issues.	CAL	0.8	
07/31/07	Letter to Judge Cote; work on Rule 26 disclosures; prepare for status conference.	JPD	0.3	
	Total Hours		6.7	
	Total Fees			\$ 1,942.50
	Disbursements Posted			
	Postage Expense		<u>1.14</u>	
	Total Disbursements			\$ <u>1.14</u>
	TOTAL AMOUNT DUE			\$ <u>1,943.64</u>
RF11 17988-00643				

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<u>Attorney Summary</u>				
<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>	
Partner (JPD) Doherty, John P.	1.9	400.00	760.00	
Associate (CAL) Lynch, Christopher A.	2.3	350.00	805.00	
Legal Assistant (JNN) Novikov-Carles, Jackeline N.	1.9	175.00	332.50	
Administrative (JEW) Wilson, Jonathan E.	0.6	75.00	45.00	
	6.7			
Total Fees			\$	1,942.50
Total Disbursements			\$	1.14
TOTAL AMOUNT DUE			\$	1,943.64
RFH 17988-00643				

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Invoice Number ****DRAFT****

September 17, 2007

FEDERAL ID NO. 13-5612353

FOR PROFESSIONAL SERVICES rendered and disbursements posted through August 31, 2007 with respect to Mortgage Corp America/Zone Funding, our services including:			
<u>Date</u>	<u>Services</u>	<u>Atty.</u>	<u>Hours</u>
08/01/07	Work on/ revise default papers.	CAL	0.4
08/01/07	Rule 26 issues; prepare for Court hearing.	JPD	0.2
08/02/07	Emails with DBSP; work on defaults.	JPD	0.2
08/03/07	Prepare for and attend conference before Judge Cote; prepare for same; outline report to client; email with DBSP.	JPD	0.4
08/06/07	Draft and revise status email.	BEZ	0.4
08/07/07	Picked up transcript from Court Reporters' Office in SDNY.	JEW	0.8
08/07/07	Review recently received court hearing transcript; load into LiveNote accordingly; e-mail regarding same.	JNN	0.2
08/09/07	Discuss damages issues for default with JFD.	CAL	0.1
08/15/07	Address attorneys' fees issues for default judgment.	CAL	0.1
08/15/07	Emails with DBSP; work on default motions.	JPD	0.2
08/16/07	Revise/finalize papers for default certificate from Clerk; revise affidavits for fees.	CAL	0.7
08/16/07	Obtained signature on Clerk's Certificate from Judgment Clerk in SDNY.	JEW	0.4
08/17/07	Revise default judgment papers.	CAL	0.2

Invoice Number: **DRAFT**

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08/17/07	Work on application for default judgment.	JNN	0.5	
08/20/07	Follow up regarding Rule 26, Ocwen and proof issues.	JPD	0.2	
08/21/07	Revise papers; conference with MM on filing of same.	CAL	0.2	
08/21/07	Follow up regarding Rule 26, Ocwen and proof issues.	JPD	0.2	
08/22/07	Finalize default papers and bring to Chambers for Order to Show Cause.	CAL	0.9	
08/22/07	Submitted and obtained signature on Order to Show Cause by Judge Cote in SDNY.	JEW	0.7	
08/22/07	Finalize Court Filings.	JNN	0.6	
08/23/07	Prepare and organize documents; coordinate service of order to show cause and affidavit of John P. Doherty upon resident agent; office meeting with CAL regarding same.	JNN	0.3	
08/30/07	Work on Affidavit of Service of the Order to Show Cause and Affidavit of John P. Doherty in Support of Application for Default Judgment with exhibits; coordinate public notarization accordingly; arrange for docketing.	JNN	0.7	
	Total Hours		8.6	
	Total Fees			\$ 2,272.00
	Disbursements Posted			
	Duplicating		20.46	
	Federal Express		32.51	
	Local Transportation		<u>2.25</u>	
	Total Disbursements			\$ <u>55.22</u>
	TOTAL AMOUNT DUE			\$ <u>2,327.22</u>
RFH 17988-00643				

Invoice Number: **DRAFT**

Page 3

<u>Attorney Summary</u>		<u>Hours</u>	<u>Rate</u>	<u>Total</u>
<u>Attorney</u>				
Partner				
(JPD) Doherty, John P.		1.4	400.00	560.00
Associate				
(CAL) Lynch, Christopher A.		2.6	395.00	1,027.00
(BEZ) Zahner, Brendan E.		0.4	350.00	140.00
Legal Assistant				
(JNN) Novikov-Carles, Jackeline N.		2.3	175.00	402.50
Administrative				
(JEW) Wilson, Jonathan E.		1.9	75.00	142.50
		<u>8.6</u>		
Total Fees				\$ 2,272.00
Total Disbursements				\$ <u>55.22</u>
TOTAL AMOUNT DUE				\$ <u>2,327.22</u>
RFH				
17988-00643				